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4-27-95

Helen

CARY, E CARY

Requester's Name

500 E. BROWARD BLVD. #1050

Address

Ft. Lauderdale, FL 33394

City

State

ZIP

Phone

L I D A T I O N
O N L Y

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CORPORATION(S) NAME

PARKLAND RANCHES HOMEOWNERS' ASSOCIATION,
INC.



EMPIRE Toll Free: 1-800-432-3028

() Profit

☒ NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent

☒ Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

☒ Walk In

() Will Wait

☒ Pick Up

() Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

5/1/95
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ARTICLES OF INCORPORATION

OF

PARKLAND RANCHES HOMEOWNERS' ASSOCIATION, INC.

IN COMPLIANCE WITH the requirements of the Laws of the State of Florida, the undersigned hereby associate themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is PARKLAND RANCHES HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II

ADDRESS OF REGISTERED OFFICE AND NAME AND ADDRESS OF REGISTERED AGENT

The street address of the registered office of the Association is 500 East Broward Boulevard, Suite 1050, Fort Lauderdale, Florida 33394, and the name of the Registered Agent is DENNIS J. CARY. The address of the Association and the mailing address of the principal office of the Association is 7707 Northwest 82nd Terrace, Parkland, Florida 33067.

ARTICLE III

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed is to provide for maintenance, preservation and operation of the residence Lots and Common Area within that certain real property described in the Restrictive Covenants, as recorded in Official Records Book 1595, at Page 212 of the Public Records of Broward County, Florida (hereinafter referred to as "Covenants"), known as B.B.B. Ranches, as well as any property contained in any of the subsequent additions thereto, and to promote the health, safety and welfare of the residents within the above-described property and for this purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the individual owners as set forth in the Covenants, as recorded in the Public Records of Broward County, Florida, and as the same may be amended from time to time as therein provided;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Covenants; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, tax or governmental charges levied or imposed against the property of the Association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money and, with the assent of the members of the Association who are entitled to vote a majority of all votes of the Association at a duly called meeting of the Association, mortgage, pledge, deed in trust, or hypothecate any of all of its real or personal property as security for money borrowed or debts incurred; and

(e) Have and exercise any and all powers, rights and privileges which a non-profit corporation organized under the laws of the State of Florida may now or hereafter have or exercise.

ARTICLE IV

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any real property which is included in B.B.B. Ranches or any additions thereto, including contract sellers, may be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any such described property.

ARTICLE V

VOTING RIGHTS

The Association shall have one class of voting membership:

Members shall be all participating owners, and shall be entitled to one vote for each lot or portion thereof owned by a single entity or family. When more than one person holds an interest in any such lot or portion thereof, all such persons shall be members. The vote for such Lot shall

be exercised as they determine, but in no event shall more than one vote be cast with respect to any piece of property.

ARTICLE VI

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) nor more than five (5) persons who need to be members of the Association. The first Board shall consist of three (3) members. Thereafter, the number of Directors may be increased to a maximum of five (5) by a majority vote of the Board of Directors.

The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors. The method of election of Directors shall be provided in the By-Laws of the Association.

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Connie Quigley Flaherty	7950 Northwest 82nd Terrace, Parkland, Florida 33067
Marshall E. Williams, II	7080 Northwest 82nd Terrace, Parkland, Florida 33067
Rory O'Dwyer	7707 Northwest 82nd Terrace, Parkland, Florida 33067

ARTICLE VII

DISSOLUTION

In the event of the dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be disbursed to its members.

ARTICLE VIII

DURATION

The corporation shall exist perpetually.

ARTICLE IX

AMENDMENTS

Amendment of these Articles shall require the assent of a majority of the entire membership.

ARTICLE X

INCORPORATORS

The names and street addresses of the Incorporators to these Articles of Incorporation are the same as listed in Article VI hereof.

ARTICLE XI

OFFICERS

The affairs of the Association shall be managed by the President of the Association, assisted by a Vice President, Secretary and Treasurer, and subject to the directions of the Board of Directors.

The Board of Directors shall elect the President, Secretary, Treasurer, and as many Vice President, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall from time to time determine.

ARTICLE XII

BY-LAWS

The By-Laws of the Association may be amended at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy.

ARTICLE XIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association shall indemnify any Director or officer of the Association who is made a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a Director or officer of the Association or is or was serving at the request of the

Association as a Director, officer, employee or agent of another corporation, association, partnership, joint venture, trust or other enterprise:

(a) against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with an action, suit or proceeding (other than one by or in the right of the Association) if he acted in good faith, and with respect to any criminal action or proceeding if he had no reasonable cause to believe his conduct was unlawful; and,

(b) against expenses (including attorney's fees) actually and reasonably incurred by him in connection with the defense or settlement of an action or suit by or in the right of the Association, if he acted in good faith.

The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

No indemnification shall be made in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable for negligence or misconduct in the performance of his duty to the Association unless and only to the extent that the court in which such action or suit was brought shall determine upon application that, despite the adjudication of liability, but in view of all the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

Any indemnification under this Article XIII (unless ordered by a court) shall be made by the Association only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he has met the applicable standard of conduct set forth in this Article XIII. Such determinations shall be made (1) by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding, or (2) if such a quorum is not obtainable, or even if obtainable and a quorum of disinterested Directors so directs, by a majority of members of the Association representing a majority of the total votes of the Membership.

Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association from time to time as incurred rather than only after the final disposition of such action, suit or proceeding. Payment of such expenses shall be authorized by the Board of Directors in each specific case only after receipt by the Association of an understanding by or on behalf of the Directors or officer to repay such amounts if it shall later develop that he is not entitled to be indemnified by the Association.

The indemnification provided by this resolution shall not be deemed exclusive of any rights to which the Association's Directors, officers, employees or agents may be entitled under the Association's By-Laws, agreement, vote of members or disinterested Directors, or otherwise, both as to actions in their holding such offices or positions, and shall continue as to a person who

has ceased to be a Director, officer or employee, and shall inure to the benefit of the heirs, executors and administrators of such a person.

Notwithstanding the foregoing provisions, indemnification provided under this Article XIII shall not include indemnification for any action of a Director, officer or employee of the Association for which indemnification is deemed to be against public policy. In the event that indemnification provided under this resolution is deemed to be against public policy, such an event shall not invalidate or affect any other right of indemnification herein provided.

The Association shall have the power, but shall not be obligated, to purchase and maintain indemnification insurance to provide coverage for any liability asserted against any Director, officer or employee of the Association in any of his capacities as described in this Article, whether or not the Association would have the power to indemnify him or her under this Article.

Any person requesting indemnification shall first look to any insurance maintained by the Association for indemnification against expenses (including attorneys' fees), judgment, fines and amounts paid in settlement (as described above). The Association shall be obligated to indemnify such person (if entitled to indemnification by the Association) only to the extent such insurance does not indemnify such person. In the event that any expenses, judgments, fines or amounts paid in settlement are paid pursuant to insurance maintained by such Association, the Association shall have no obligation or reimburse the insurance company.



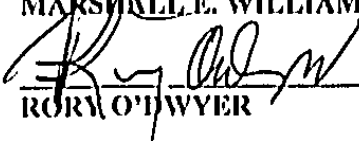
ARTICLE XIV

TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

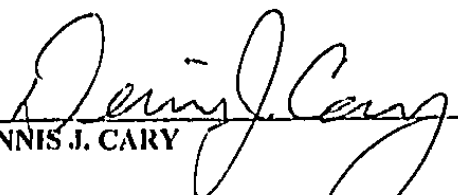
No contract or transaction between the Association and one or more of its Directors or officers, or between the Association and any other corporation, partnership, association or other organization in which one or more of its officers or directors are officers or directors of this Association, shall be invalid, void or voidable solely for this reason, or solely because the officer or director is present at or participates in meeting of the board or committee thereof which authorized the contract or transaction or solely because said officer's or director's vote is counted for such purpose. No director or officer of the Association shall incur liability by reason of the fact that said director or officer may be interested in any such contract or transaction.

Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association have executed these Articles of Incorporation as of this 18th day of April, 1995.


CONNIE QUIGLEY FLAHERTY

MARSHALL E. WILLIAMS, II

RORY O'DWYER

I HEREBY ACCEPT my designation as Registered Agent for PARKLAND RANCHES HOMEOWNERS' ASSOCIATION, INC.


DENNIS J. CARY


STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

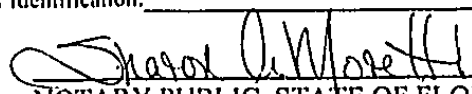
BEFORE ME, the undersigned authority, duly authorized to take acknowledgments in the State and County aforesaid, personally appeared CONNIE QUIGLEY FLAHERTY, who was duly sworn, and who executed the foregoing document for the purposes therein expressed.

IN WITNESS WHEREOF, I hereunto place my hand and official seal this 18th day of April, 1995.

☒ Personally Known ☐ Produced Identification Type of Identification: _____

My Commission Expires:

 Notary Public, State of Florida
SHARON A. MORETTI
My Comm. Exp. Apr. 23, 1996
Comm. No. CC 196285


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: Sharon A. Moretti


STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

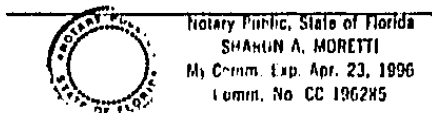
BEFORE ME, the undersigned authority, duly authorized to take acknowledgments in the State and County aforesaid, personally appeared MARSHALL E. WILLIAMS, II, who was duly sworn, and who executed the foregoing document for the purposes therein expressed.

IN WITNESS WHEREOF, I hereunto place my hand and official seal this 18th day of April, 1995.

☒ Personally Known ☐ Produced Identification Type of Identification: _____

My Commission Expires:


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: Sharon A. Moretti




STATE OF FLORIDA)
) SS.
COUNTY OF BROWARD)

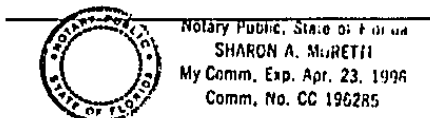
BEFORE ME, the undersigned authority, duly authorized to take acknowledgments in the State and County aforesaid, personally appeared RORY O'DWYER, who was duly sworn, and who executed the foregoing document for the purposes therein expressed.

IN WITNESS WHEREOF, I hereunto place my hand and official seal this 18th day of April, 1995.

☒ Personally Known ☐ Produced Identification Type of Identification: _____

My Commission Expires:


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: Sharon A. Moretti



DESIGNATION OF REGISTERED AGENT

Pursuant to and in compliance with Chapter 48.091, Florida Statutes, the following is submitted:

That PARKLAND RANCHES HOMEOWNERS' ASSOCIATION, INC., desiring to organize as a corporation not for profit under the laws of the State of Florida, with its principal office in the City of Parkland, County of Broward, State of Florida, as indicated in the Articles of Incorporation has named DENNIS J. CARY, 500 East Broward Boulevard, Suite 1050, Fort Lauderdale, Florida 33394, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.


DENNIS J. CARY
REGISTERED AGENT